

In re ATP Oil & Gas Corporation,  
DebtorCase No. 12-36187  
(If known)**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.



Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.								
See Schedule D Attachment for Post- Petition Secured Liabilities								\$269,397,911
			VALUE \$					
ACCOUNT NO.								
ACCOUNT NO.								
continuation sheets attached			Subtotal ► (Total of this page)				\$	\$
			Total ► (Use only on last page)				\$	\$ 269,397,911

(Report also on Summary of  
Schedules.)(If applicable, report  
also on Statistical  
Summary of Certain  
Liabilities and Related  
Data.)

In re: ATP Oil & Gas Corporation  
 Case No. 12-36187  
 Schedule D  
 Creditors Holding Secured Claims

Creditor's Name	Address 1	Address 2	Address 3	City	State	Zip	Country	Date claim was incurred, nature of lien and description and value of property subject to lien		
								Contingent	Unliquidated	Disputed
Bennu Oil & Gas	4600 Post Oak Place			Houston	TX	77027	USA		\$16,991.17	Unknown
Credit Suisse AG, as Collateral Agent	11 Madison Ave			New York	NY	10010	USA	8/17/2012; DIP Facility Balance: \$233,580,800.20	Principal	Unknown
Macquarie Bank Limited	One Allen Center	500 Dallas Ste 3250		Houston	TX	77002	USA	Commodity Hedge Termination; \$417,878,416.59	\$253,044,160.84	Unknown
									\$16,336,758.68	Unknown